

[Submitting Counsel on Signature Page]

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IN RE JUUL LABS, INC.,
MARKETING, SALES PRACTICES,
AND PRODUCTS LIABILITY
LITIGATION

Case No. 19-md-02913-WHO

TRIAL TESTIMONY AND EXHIBITS
FROM THE VIDEOTAPED TESTIMONY
OF SCOTT DUNLAP, CMO/COO OF JUUL
LABS INC., PLAYED AT TRIAL

This Document Relates to:

*San Francisco Unified School District v.
Juul Labs, Inc. et al.*, Case No. 3:19-cv-
08177

Plaintiff, by and through its undersigned attorneys, hereby docket the following:

1. **Exhibit 1** is a report of the videotaped testimony of Scott Dunlap, CMO/COO of Juul Labs Inc., that was played to the jury on May 2, 2023. The testimony in blue 00:45:28 and light blue 00:00:00 Plaintiff's affirmative and counter-counter designations.
2. **Exhibit 2**: is a *Joint Stipulation Identifying Trial Exhibits Used In Videotaped Depositions of Scott Dunlap Played at Trial* that sets forth all of the Trial Exhibits from the videotaped testimony of Scott Dunlap admitted into evidence by the Court.

Respectfully submitted,

By: /s/ Michael M. Weinkowitz

Michael M. Weinkowitz

LEVIN SEDRAN & BERMAN, LLP

510 Walnut Street

Suite 500

Philadelphia PA 19106

Telephone 215-592-1500

MWeinkowitz@lfsblaw.com

Plaintiff Steering Committee Member

Sarah R. London

Sarah R. London

LIEFF CABRASER HEIMANN & BERNSTEIN

275 Battery Street, Fl. 29

San Francisco, CA 94111

Telephone: (415) 956-1000

slondon@lchb.com

By: /s/ Dena C. Sharp

Dena C. Sharp

GIRARD SHARP LLP

601 California St., Suite 1400

San Francisco, CA 94108

Telephone: (415) 981-4800

dsharp@girardsharp.com

By: /s/ Dean Kawamoto

Dean Kawamoto

KELLER ROHRBACK L.L.P.

1201 Third Ave., Ste. 3200

Seattle, WA 98101

Telephone: (206) 623-1900

By: /s/ Ellen Relkin

Ellen Relkin

WEITZ & LUXENBERG

700 Broadway

New York, NY 10003

Telephone: (212) 558-5500

Co-Lead Counsel for Plaintiff

EXHIBIT 1

DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

Designation List Report



Dunlap, Scott

2021-08-11

Dunlap, Scott

2021-08-12

PLF AFFIRMATIVE

00:45:28

DEF COUNTER

00:00:12

TOTAL RUN TIME

00:45:39



Documents linked to video:

DUNLAP29001

DUNLAP29002

DUNLAP29005



DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
17:03 - 17:05	Dunlap, Scott 2021-08-11_WIT 17:03 Q. Good morning, Mr. Dunlap. How are you? 17:04 A. I'm good. How are you doing? 17:05 Q. I'm very good. Thanks.	00:00:06	DS_v12.1
17:09 - 17:12	Dunlap, Scott 2021-08-11_WIT 17:09 Q. can you just spell and state your name 17:10 for the record. 17:11 A. Yes. Scott Dunlap, S-C-O-T-T. My last 17:12 name is D-U-N-L-A-P.	00:00:09	DS_v12.2
31:12 - 31:12	Dunlap, Scott 2021-08-11_WIT 31:12 Q. let's focus	00:00:01	DS_v12.3
31:13 - 31:16	Dunlap, Scott 2021-08-11_WIT 31:13 on -- your work at PAX Labs, which is now JUUL. 31:14 You were hired as the chief marketing officer 31:15 and you started, I think, in early February, 2015? 31:16 A. That's correct.	00:00:12	DS_v12.4
31:22 - 32:01	Dunlap, Scott 2021-08-11_WIT 31:22 Q. And about two months later you were 31:23 promoted to chief operating officer? I think it was 31:24 in early April of 2015? 31:25 A. I don't recall the specific date, but, yes, 32:01 it was within 90 days of my employment.	00:00:14	DS_v12.5
32:05 - 32:09	Dunlap, Scott 2021-08-11_WIT 32:05 Q. And you held the chief 32:06 operating officer -- assuming you started in April 32:07 2015, you held that until about October of 2015, 32:08 right? 32:09 A. Yes, that's correct.	00:00:12	DS_v12.6
32:13 - 32:15	Dunlap, Scott 2021-08-11_WIT 32:13 Q. And JUUL was launched in the United States 32:14 in early June 2015, right? 32:15 A. I believe that is correct, yeah.	00:00:10	DS_v12.7
47:16 - 47:17	Dunlap, Scott 2021-08-11_WIT 47:16 How did you learn that you were going to be 47:17 promoted?	00:00:03	DS_v12.8
47:18 - 47:20	Dunlap, Scott 2021-08-11_WIT 47:18 A. I -- how to phrase this -- I was promoted	00:00:13	DS_v12.9

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	47:19 and learned I was going to be promoted pretty much in 47:20 the same meeting.		
47:22 - 48:16	Dunlap, Scott 2021-08-11_WIT	00:01:19	DS_v12.10
	47:22 A. So I'd like to provide a little bit of 47:23 context. As we approached the launch of JUUL, one of 47:24 the initial concerns I had personally was in the 47:25 manufacturing and supply chain levels in that it was a 48:01 brand-new product, and we were having trouble getting 48:02 to the volumes required to match what I believed would 48:03 be the initial marketing demand. 48:04 In sharing this with James and with the board, 48:05 we realized there were some operational issues that 48:06 needed to be addressed prior to launch, and we had 48:07 delayed the launch of the product already once or 48:08 twice based on that. 48:09 And so Riaz and Nick and -- what was his 48:10 name -- Frankel, I believe, and James pulled me into a 48:11 room and said we believe we've made a mistake. We 48:12 should have hired you as the chief operating officer. 48:13 So we would like to promote you to chief operating 48:14 officer and bring Richard Mumby in as our full-time 48:15 chief marketing officer. How does that sound? 48:16 That's essentially how it came about.		
49:18 - 49:18	Dunlap, Scott 2021-08-11_WIT	00:00:01	DS_v12.11
	49:18 Q. Was there		
49:18 - 49:20	Dunlap, Scott 2021-08-11_WIT	00:00:08	DS_v12.12
	49:18 Q. any pressure being put on you and 49:19 others at the company to get the product to market and 49:20 to get the product to market quickly?		
49:22 - 49:22	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.13
	49:22 A. Yes.		
50:01 - 50:02	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.14
	50:01 Who was putting that pressure on you and 50:02 others?		
50:04 - 50:09	Dunlap, Scott 2021-08-11_WIT	00:00:19	DS_v12.15
	50:04 A. The pressure primarily came from two 50:05 sources, which would be the board of directors, very 50:06 interested to get the product launched, and the 50:07 pressure we put on ourselves, quite honestly, as an		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	50:08 executive team to get this product that we worked on		
	50:09 for so long out into the hands of consumers.		
50:10 - 50:12	Dunlap, Scott 2021-08-11_WIT	00:00:12	DS_v12.16
	50:10 Q. who on the board of directors		
	50:11 was putting pressure on you and others specifically?		
	50:12 A. Nick Pritzker and Riaz primarily.		
51:14 - 51:14	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.17
	51:14 Q. was there pressure to get the product		
51:15 - 51:15	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.18
	51:15 to market because, at the point in time from when you		
51:16 - 51:16	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.19
	51:16 started with the company until launch, there was no		
51:17 - 51:19	Dunlap, Scott 2021-08-11_WIT	00:00:12	DS_v12.20
	51:17 regulation and it was anticipated that there might be		
	51:18 regulation and you needed to get the product to market		
	51:19 before that happened?		
51:21 - 52:08	Dunlap, Scott 2021-08-11_WIT	00:00:50	DS_v12.21
	51:21 A. I would categorize the pressure as being		
	51:22 from one of three sources: One is just our excitement		
	51:23 to have the product out; the second one was, yes, at		
	51:24 the time the deeming rules from the FDA were not a		
	51:25 hundred percent clear, and we weren't sure what those		
	52:01 would be, so there was definitely some pressure to get		
	52:02 it out before we heard from the FDA on any regulation		
	52:03 that might further slow the launch of the product; and		
	52:04 then the third, I would say, was pressure from the		
	52:05 board just for sales, sales and revenue figures,		
	52:06 largely because we had just done a fundraising round		
	52:07 and we had new investors that had sales projections in		
	52:08 their hands.		
53:02 - 53:06	Dunlap, Scott 2021-08-11_WIT	00:00:18	DS_v12.22
	53:02 Did you know that, because there was no		
	53:03 regulation, you and the company -- not you -- the		
	53:04 company was able to market JUUL in a way that		
	53:05 cigarette manufacturers could not? Were you aware of		
	53:06 that?		
53:08 - 53:08	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.23
	53:08 A. Yes.		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
53:09 - 53:09	Dunlap, Scott 2021-08-11_WIT 53:09 Q. For instance, were you aware prior to	00:00:01	DS_v12.24
53:10 - 53:11	Dunlap, Scott 2021-08-11_WIT 53:10 launch that Big Tobacco companies could not hand out 53:11 samples of cigarettes, but, because of lack of	00:00:09	DS_v12.25
53:12 - 53:12	Dunlap, Scott 2021-08-11_WIT 53:12 regulation, JUUL was able to do that, right?	00:00:05	DS_v12.26
53:14 - 53:14	Dunlap, Scott 2021-08-11_WIT 53:14 A. Yes.	00:00:02	DS_v12.27
54:05 - 54:08	Dunlap, Scott 2021-08-11_WIT 54:05 Q. So there was just a general concern 54:06 inside the company to get ahead of the regulations so 54:07 that there were not regulations that prohibited JUUL 54:08 from, for instance, marketing flavors, right?	00:00:15	DS_v12.28
54:10 - 54:15	Dunlap, Scott 2021-08-11_WIT 54:10 A. Yes. For clarity, I would classify deeming 54:11 in general to include restrictions on flavors, form of 54:12 the design that we could use, and advertising in 54:13 general. The difficulty, of course, is we had no idea 54:14 what the deeming rules could be, so they could be 54:15 anything.	00:00:18	DS_v12.29
59:17 - 59:18	Dunlap, Scott 2021-08-11_WIT 59:17 MR. WEINKOWITZ: Can we pull up tab A, 59:18 please, which we'll mark as 29001.	00:00:06	DS_v12.30
60:02 - 60:04	Dunlap, Scott 2021-08-11_WIT 60:02 Q. Okay. Do you see that -- this is an email DUNLAP29001 .1.2 60:03 with an attachment that JUUL produced to us. It's an 60:04 email from Gal Cohen.	00:00:10	DS_v12.31
60:06 - 60:10	Dunlap, Scott 2021-08-11_WIT 60:06 A. I see it, yes. 60:07 Q. And it's an email dated April 14th, 2015, 60:08 and it's to you, Sarah Richardson, and Adam Bowen. 60:09 Do you see that? 60:10 A. Yes, I see it.	00:00:15	DS_v12.32
60:11 - 60:18	Dunlap, Scott 2021-08-11_WIT 60:11 Q. And at the time Adam Bowen,	00:00:22	DS_v12.33

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	60:12 he -- was he a board member and the chief product		
	60:13 officer of the company?		
	60:14 A. I don't recall his title, but, yes, he was		
	60:15 a board member and executive of the company.		
	60:16 Q. And he was one of the two cofounders along		
	60:17 with Mr. Monsees, right?		
	60:18 A. That is correct.		
61:04 - 61:07	Dunlap, Scott 2021-08-11_WIT	00:00:10	DS_v12.34
 DUNLAP29001 .1.3	61:04 Q. And do you see that Mr. Cohen		
	61:05 tells you that the company is part of an industry		
	61:06 group, including the Big Three and NJOY? Do you see		
	61:07 that?		
61:08 - 61:10	Dunlap, Scott 2021-08-11_WIT	00:00:08	DS_v12.35
	61:08 A. Yes.		
	61:09 Q. And so what he is telling you is that JUUL,		
	61:10 the company, is part of a group of other folks in the		
61:11 - 61:11	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.36
	61:11 industry, including the Big Three -- what do you		
61:12 - 61:14	Dunlap, Scott 2021-08-11_WIT	00:00:11	DS_v12.37
	61:12 understand the Big Three to be?		
	61:13 A. My understanding, in referencing the Big		
	61:14 Three, is the Big Three tobacco companies.		
61:15 - 61:15	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.38
 DUNLAP29001 .1.4	61:15 Q. if we look at the email that precedes		
61:16 - 61:20	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.39
	61:16 that, from a Stacy Ehrlich, and just sort of -- if you		
	61:17 look at the emails, there's a Steve Callahan from		
	61:18 Altria.		
	61:19 Do you see that?		
	61:20 A. Yes, I see that.		
61:21 - 61:24	Dunlap, Scott 2021-08-11_WIT	00:00:08	DS_v12.40
	61:21 Q. And Altria is the manufacturer that used to		
	61:22 be called Philip Morris that makes Marlboro		
	61:23 cigarettes, correct?		
	61:24 A. Yes.		
64:17 - 64:17	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.41


DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
 DUNLAP29001 .1.2	64:17 Q. so if we go back up to the email,		DS_v12.41
64:18 - 64:18	Dunlap, Scott 2021-08-11_WIT	00:00:04	DS_v12.42
 DUNLAP29001 .1.5	64:18 Mr. Cohen is sending it to you. He indicates that		
64:19 - 64:20	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.43
	64:19 JUUL is part of an industry group with these other Big		
	64:20 Tobacco companies, and he is attaching an -- what the		
64:21 - 65:03	Dunlap, Scott 2021-08-11_WIT	00:00:28	DS_v12.44
	64:21 attorney generals have proposed with regard to the		
	64:22 deeming regulations.		
	64:23 Do you see that? The second paragraph.		
	64:24 A. Yes, I see that.		
 DUNLAP29001 .4.1	64:25 Q. And he attaches a letter, if you go to the		
 DUNLAP29001 .4.2	65:01 third page, that was filed on the FDA docket on August		
	65:02 8th of 2014.		
	65:03 Do you see that?		
65:04 - 65:04	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.45
	65:04 A. Yes, I see that.		
65:06 - 65:07	Dunlap, Scott 2021-08-11_WIT	00:00:09	DS_v12.46
 DUNLAP29001 .34.2	65:06 it's a letter that is signed by 30 attorney		
	65:07 generals from 30 different states.		
65:08 - 65:08	Dunlap, Scott 2021-08-11_WIT	00:00:01	DS_v12.47
 DUNLAP29001 .35.1	65:08 Do you see that		
65:08 - 65:09	Dunlap, Scott 2021-08-11_WIT	00:00:05	DS_v12.48
	65:08 on pages 31 to 33?		
	65:09 A. Yes, I see it.		
66:02 - 66:08	Dunlap, Scott 2021-08-11_WIT	00:00:23	DS_v12.49
 DUNLAP29001 .1.2	66:02 Q. this letter is being sent to you and		
	66:03 Ms. Richardson and Mr. Bowen, who is on the board, on		
	66:04 April 14th, 2015, correct?		
	66:05 A. The email being sent on April 14th, yes.		
	66:06 Q. Right. And that -- that attaches the		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	66:07 letter, right?		
	66:08 A. That is correct.		
66:09 - 66:10	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.50
	66:09 Q. April 14th, 2015, is a few		
	66:10 months before JUUL launched, right?		
66:11 - 66:11	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.51
	66:11 A. Yes, approximately.		
74:15 - 74:15	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.52
 DUNLAP29001 .10.3	74:15 Q. now if we could turn to page 7, which		
74:16 - 74:18	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.53
	74:16 is ending in Bates 5463, do you see on this page the		
	74:17 attorney generals are explaining why they recommend		
	74:18 that flavors should be banned?		
74:21 - 74:21	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.54
	74:21 A. Yes, that sounds right.		
74:22 - 74:23	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.55
	74:22 Q. the general gist of this is that		
	74:23 flavors should be banned because some of those flavors		
74:24 - 74:25	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.56
	74:24 have been found to be attractive to		
	74:25 youth, correct?		
75:02 - 75:02	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.57
	75:02 A. Yes, that is the basis of their argument.		
75:03 - 75:03	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.58
 DUNLAP29001 .7.2	75:03 Q. And page 7,		
75:04 - 75:06	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.59
 DUNLAP29001 .7.3	75:04 there's a recommendation there from the attorney		
	75:05 generals, correct?		
	75:06 A. That is correct.		
76:07 - 76:12	Dunlap, Scott 2021-08-11_WIT	00:00:13	DS_v12.60
 DUNLAP29001 .7.1	76:07 Q. if we look at the next paragraph, it		
	76:08 says, there is strong evidence that youth are		
	76:09 attracted to flavored-tobacco products and are much		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	76:10 more likely to use candy and fruit-flavored tobacco		
	76:11 products than adults.		
	76:12 Do you see that?		
76:13 - 76:13	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.61
	76:13 A. Yes, I see that.		
76:22 - 76:25	Dunlap, Scott 2021-08-11_WIT	00:00:09	DS_v12.62
	76:22 Q. do you understand the concept that		
	76:23 youth might be particularly attracted to a		
	76:24 fruit-flavored tobacco product?		
	76:25 A. Yes.		
77:06 - 77:09	Dunlap, Scott 2021-08-11_WIT	00:00:15	DS_v12.63
	77:06 Q. the fact that youth were attracted to		
	77:07 fruit-flavored tobacco products is right here in this		
	77:08 letter that was circulated by Mr. Cohen in 2014 --		
	77:09 '15 -- before JUUL launched, right?		
77:11 - 77:11	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.64
	77:11 A. That appears correct.		
77:12 - 77:12	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.65
 Clear	77:12 MR. WEINKOWITZ: Can we pull up		
77:13 - 77:13	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.66
	77:13 Exhibit 29002.		
78:01 - 78:05	Dunlap, Scott 2021-08-11_WIT	00:00:22	DS_v12.67
	78:01 Do you remember all of the flavors that JUUL		
	78:02 was launched with in June of 2015?		
	78:03 A. Yes. I believe the four flavors were		
	78:04 tobaac for tobacco, a miint, a fruut flavor, and a		
	78:05 creme brulee, bruule.		
79:06 - 79:07	Dunlap, Scott 2021-08-11_WIT	00:00:04	DS_v12.68
 DUNLAP29002 .2.1	79:06 Q. if you could look to the		
	79:07 second page of this document. This document was		
79:08 - 79:11	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.69
	79:08 produced by JUUL, and this appears to be a JUUL sort		
	79:09 of sell sheet.		
	79:10 Does it look familiar to you at all?		
	79:11 A. Yes.		
79:12 - 79:12	Dunlap, Scott 2021-08-11_WIT	00:00:04	DS_v12.70

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
 DUNLAP29002 .2.4	79:12 Q. Okay. So can you pull up the JUUL pod		DS_v12.70
79:13 - 79:16	Dunlap, Scott 2021-08-11_WIT	00:00:08	DS_v12.71
	79:13 overview for me? And I think you testified that one		
 DUNLAP29002 .2.5	79:14 of the flavors that JUUL launched was the flavor		
	79:15 called "bruule"?		
	79:16 A. Uh-huh.		
79:17 - 79:23	Dunlap, Scott 2021-08-11_WIT	00:00:18	DS_v12.72
	79:17 Q. do you		
	79:18 see that it's described as vanilla cake, silky custard		
	79:19 and creme brulee? Do you see that?		
	79:20 A. Yes, I see it.		
	79:21 Q. Does that help refresh your recollection as		
	79:22 to how JUUL describes the bruule flavor?		
	79:23 A. Yes.		
81:06 - 81:09	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.73
	81:06 Do you see that, sir, the -- as we talked		
	81:07 about, the JUUL pod for bruule is described as tasting		
	81:08 like vanilla cake?		
	81:09 A. Yes, I see that.		
82:07 - 82:10	Dunlap, Scott 2021-08-11_WIT	00:00:15	DS_v12.74
 DUNLAP29002 .2.6	82:07 Q. And do you see how the fruit is		
	82:08 described as tasting, in the flavor guide, peaches,		
	82:09 grapes, and berries with herbal notes?		
	82:10 A. Yes, I see that.		
83:01 - 83:04	Dunlap, Scott 2021-08-11_WIT	00:00:12	DS_v12.75
 DUNLAP29002 .2.7	83:01 Sir, do you see that JUUL launched with a		
	83:02 flavor called "miint," which is described as crisp		
	83:03 peppermint with a soothing aftertaste?		
	83:04 A. Yes, I see that.		
84:19 - 84:20	Dunlap, Scott 2021-08-11_WIT	00:00:04	DS_v12.76
 Clear	84:19 Q. Mr. Dunlap, I'd like to take you back		
	84:20 to February of 2015.		
84:21 - 84:25	Dunlap, Scott 2021-08-11_WIT	00:00:16	DS_v12.77
	84:21 And in early February of 2015 you were the --		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	84:22 you were hired as the chief marketing officer, and you		
	84:23 were working with Mr. Mumby, who was primarily		
	84:24 responsible for branding and launching JUUL, right?		
	84:25 A. That's correct.		
85:16 - 85:17	Dunlap, Scott 2021-08-11_WIT	00:00:04	DS_v12.78
	85:16 tell me about the presentation to the board		
	85:17 of the Vaporized campaign.		
85:19 - 85:25	Dunlap, Scott 2021-08-11_WIT	00:00:29	DS_v12.79
	85:19 A. Within the first few weeks of being		
	85:20 employed, there was a board meeting that was		
	85:21 scheduled, which is a regular -- I believe it was		
	85:22 every other month, but tops on the agenda was to get		
	85:23 an update on where we were with the JUUL launch		
	85:24 preparation, and for the board to review the campaign		
	85:25 and the activations that we had planned.		
88:03 - 88:07	Dunlap, Scott 2021-08-11_WIT	00:00:18	DS_v12.80
	88:03 Q. how about launch parties? Was the		
	88:04 board told about the launch parties that were going to		
	88:05 go forward?		
	88:06 A. My recollection is, yes, there were launch		
	88:07 parties in key cities that were on the agenda.		
88:21 - 88:23	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.81
	88:21 Q. did the board of directors approve of		
	88:22 the direction that the campaign -- the JUUL launch		
	88:23 campaign was going to go as presented by Mr. Mumby?		
88:25 - 89:01	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.82
	88:25 A. Yes. At the end of the meeting they		
	89:01 approved the campaign with some suggestions.		
90:06 - 90:24	Dunlap, Scott 2021-08-11_WIT	00:01:13	DS_v12.83
	90:06 Q. Was there any discussion about the		
	90:07 youthfulness of the campaign during this board		
	90:08 meeting?		
	90:09 A. Yes.		
	90:10 Q. Tell me about that.		
	90:11 A. This presentation was the first time the		
	90:12 board had seen all the pieces together, and I think		
	90:13 the first response was there's definitely not --		
	90:14 hasn't been anything like this in the industry, which		
	90:15 we had as our goal, quite honestly, in writing the		

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DESIGNATION	SOURCE	DURATION	ID
	90:16 brief, when Richard wrote the brief, how do we get		
	90:17 attention to adults -- you know, from adult smokers on		
	90:18 something that's really quite new in terms of an		
	90:19 experience.		
	90:20 So my recollection is that that was the first		
	90:21 reaction, was this is very different than anything		
	90:22 we've seen before. And there were some specific		
	90:23 questions around choice of models and choice of		
	90:24 photography.		
90:25 - 91:03	Dunlap, Scott 2021-08-11_WIT	00:00:11	DS_v12.84
	90:25 Q. the questions about the choice		
	91:01 of models and the choice of photography, did that have		
	91:02 to do with -- did that have to do with the		
	91:03 youthfulness of the models that were being presented?		
91:05 - 91:07	Dunlap, Scott 2021-08-11_WIT	00:00:09	DS_v12.85
	91:05 A. Yes, some of the questions were around		
	91:06 youthfulness, in particular, asking the age of the		
	91:07 models.		
96:13 - 96:24	Dunlap, Scott 2021-08-11_WIT	00:00:37	DS_v12.86
	96:13 you said that there were a		
	96:14 number of datapoints that came into the company or at		
	96:15 least came into your knowledge in September or October		
	96:16 of 2015 that raised a concern for you that youth were		
	96:17 using JUUL, right?		
	96:18 A. That's correct.		
	96:19 Q. And those datapoints included -- and you		
	96:20 said they were little pieces of data. The first one		
	96:21 was an indication of how the hashtags, the JUUL		
	96:22 hashtags, were being used on social media.		
	96:23 Can you tell me what you mean by that		
	96:24 specifically?		
97:01 - 98:09	Dunlap, Scott 2021-08-11_WIT	00:02:01	DS_v12.87
	97:01 A. Yes. So within most social media,		
	97:02 primarily Instagram and Twitter, the use of hashtags		
	97:03 is a way to follow a subject and a way to connect with		
	97:04 people that have similar interests. The Cult		
	97:05 Collective, by design, had suggested this as part of		
	97:06 the launch of JUUL and using words like hashtag JUUL		
	97:07 or hashtag JUUL vapor or hashtag vaporized. And as we		

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DESIGNATION	SOURCE	DURATION	ID
	<p>97:08 put some of our content out on social channels, such</p> <p>97:09 as YouTube, Instagram, we would use those hashtags.</p> <p>97:10 And the idea, in general, is you're hoping that</p> <p>97:11 you're reaching a target audience and some discovery</p> <p>97:12 is happening in this process. So that's how you learn</p> <p>97:13 about JUUL, is perhaps you click on it, and then when</p> <p>97:14 you click on a hashtag, you generally get an idea of</p> <p>97:15 how everybody is using JUUL. So you can see all the</p> <p>97:16 posts made using that hashtag within the last hour,</p> <p>97:17 the last day, the last week.</p> <p>97:18 So from the Cult Collective's perspective, you</p> <p>97:19 actually want some use of the hashtag. If there's a</p> <p>97:20 groundswell of interest in your target markets, which</p> <p>97:21 in our case was adult smokers, it's actually a very</p> <p>97:22 effective form of marketing. It's a pure -- you know,</p> <p>97:23 pure interest.</p> <p>97:24 For my case, in social media, just every two or</p> <p>97:25 three hours, just kind of pull up and click on one of</p> <p>98:01 the hashtags and get an idea of how it's hitting the</p> <p>98:02 market, and you would see a little bit of everything.</p> <p>98:03 Some people very skeptical of the product, some people</p> <p>98:04 wondering about it looks like a USB stick. I remember</p> <p>98:05 seeing a lot of that. And then some very happy</p> <p>98:06 customers that had given it a shot.</p> <p>98:07 But then I would see images and presentation of</p> <p>98:08 how JUUL products were being passed around that made</p> <p>98:09 me concerned.</p>		
98:12 - 98:13	Dunlap, Scott 2021-08-11_WIT	00:00:05	DS_v12.88
	<p>98:12 Q. Isn't one of the problems with using social</p> <p>98:13 media and using hashtags, as a marketing tool,</p>		
98:14 - 98:18	Dunlap, Scott 2021-08-11_WIT	00:00:27	DS_v12.89
	<p>98:14 that you might not necessarily hit your intended</p> <p>98:15 audience of 25- to, whatever, 35-year-olds, that there</p> <p>98:16 are young people that use social media, and by using</p> <p>98:17 social media to advertise JUUL, you may be exposing</p> <p>98:18 minors to the advertising? Isn't that a problem?</p>		
98:20 - 98:24	Dunlap, Scott 2021-08-11_WIT	00:00:17	DS_v12.90
	<p>98:20 A. Where I would agree with your statement is</p> <p>98:21 it's very hard to control the content in social media</p> <p>98:22 and how those hashtags are used. So --</p>		

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DESIGNATION	SOURCE	DURATION	ID
	98:23 Q. Is there any way to control how a hashtag 98:24 is used so that a minor doesn't use it?		
99:01 - 99:04	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.91
	99:01 A. No, not that I'm aware of.		
	99:02 Q. Is there any way to use a hashtag in any 99:03 way so that you know that only a smoker is using it?		
	99:04 A. No, not that I'm aware of.		
99:05 - 99:11	Dunlap, Scott 2021-08-11_WIT	00:00:28	DS_v12.92
	99:05 Q. So let me ask this. When this piece of 99:06 data came in about how JUUL hashtags were being used, 99:07 did you bring that back to the company and anybody 99:08 else inside the company and say, hey, look, our 99:09 hashtags are being potentially used or potentially 99:10 indicating that young people are using our product, we 99:11 need to do something? Did you do anything like that?		
99:13 - 99:20	Dunlap, Scott 2021-08-11_WIT	00:00:30	DS_v12.93
	99:13 A. Yes. And that was also because there had 99:14 been other employees that had seen a similar thing. 99:15 So we were collecting our information. The COO -- the 99:16 first step usually is tell your CEO, which is James, 99:17 and then sit down with the CMO, which was Richard, and 99:18 say, you know, as early as it is, you know, what is 99:19 our plan here, if this turns out to be something we 99:20 need to address.		
99:21 - 99:22	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.94
	99:21 Q. just so that I understand what 99:22 you're saying, in 2015		
99:22 - 100:02	Dunlap, Scott 2021-08-11_WIT	00:00:15	DS_v12.95
	99:22 when 99:23 you had a concern that JUUL was being used by folks 99:24 that were underage as a result of this hashtag use, 99:25 you brought that back to Mr. Monsees and Mr. Mumby and 100:01 you let them know, right? 100:02 A. That's correct.		
101:09 - 101:13	Dunlap, Scott 2021-08-11_WIT	00:00:20	DS_v12.96
	101:09 Q. when you went back and you 101:10 talked to Mr. Monsees and Mr. Mumby about the use of 101:11 the hashtags by potentially underage folks, did at 101:12 that point in time you stop using the hashtags?		

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DESIGNATION	SOURCE	DURATION	ID
	101:13 A. No, not at that point in time.		
101:23 - 101:23	Dunlap, Scott 2021-08-11_WIT	00:00:01	DS_v12.97
	101:23 Q. Let me ask this question.		
101:24 - 102:03	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.98
	101:24 the point of data that came in that caused you concern		
	101:25 that minors were using the product, you spoke to		
	102:01 Mr. Monsees, you spoke to Mr. Mumby.		
	102:02 Did it make its way -- did that issue make its		
	102:03 way up to the board?		
102:05 - 102:05	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.99
	102:05 A. Yes.		
123:17 - 123:22	Dunlap, Scott 2021-08-11_WIT	00:00:22	DS_v12.100
	123:17 Q. you mentioned that		
	123:18 one of the datapoints that led you to be concerned		
	123:19 that young people were using JUUL in 2015 was a fight		
	123:20 you had or a discussion you had with a teenager in		
	123:21 San Francisco. And I didn't follow up on that.		
	123:22 Can you tell me about that?		
123:23 - 125:06	Dunlap, Scott 2021-08-11_WIT	00:02:13	DS_v12.101
	123:23 A. Yes. I believe, it -- if I recall		
	123:24 correctly, this was in the late summer, August,		
	123:25 September, going to a coffee shop from the PAX Labs		
	124:01 office and recognizing a group of people using the		
	124:02 JUUL product. And as I had done on many occasions,		
	124:03 when I see people using it, I pretend to not --		
	124:04 pretend to be interested in the device to find out how		
	124:05 did you find out about it, what did you think of it,		
	124:06 how are you doing it -- how are you using it, how		
	124:07 frequently, were you a smoker before, so a lot of the		
	124:08 hypotheses we had in going after our target		
	124:09 demographic.		
	124:10 And then within about two or three minutes of		
	124:11 the conversation, the rest of the group came out, and		
	124:12 they were, as indicated, all high schoolers, and every		
	124:13 one of them had a JUUL in hand. And they were talking		
	124:14 about how much they liked the flavors. And when I		
	124:15 asked them about how they got it, they said we can		
	124:16 just get it.		
	124:17 And the heated discussion was primarily me		

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DESIGNATION	SOURCE	DURATION	ID
	<p>124:18 educating them that it's really not a good idea to use</p> <p>124:19 nicotine in any way, shape, or form if you're underage</p> <p>124:20 and that the product was specifically designed to be</p> <p>124:21 21 and over. And I believe I had some anecdotal, this</p> <p>124:22 is why you never get a tattoo before age of 21, and</p> <p>124:23 other things you don't know what you're permanently</p> <p>124:24 doing. And I think they told me to take a hike, but,</p> <p>124:25 yeah, so --</p> <p>125:01 But in that -- in that rather heated</p> <p>125:02 discussion, my main concern was they were, not only</p> <p>125:03 that they had them, and that they seemed quite</p> <p>125:04 nonchalant that they were easy to get, but their</p> <p>125:05 frequency of use, that these two or three individuals</p> <p>125:06 indicated all-day use, and that was very problematic.</p>		
125:25 - 126:17	Dunlap, Scott 2021-08-11_WIT	00:01:05	DS_v12.102
	<p>125:25 Q. you said that one of your concerns was</p> <p>126:01 their frequency of use, that it was an all-day use.</p> <p>126:02 Why did that concern you?</p> <p>126:03 A. Well, to add some context, one of the</p> <p>126:04 unique things about an e-cigarette versus a</p> <p>126:05 combustible cigarette is you can take one draw,</p> <p>126:06 whereas combustible cigarette you kind of light the</p> <p>126:07 end, you end up finding yourself kind of committing to</p> <p>126:08 it rather than what we would refer to as a quick -- a</p> <p>126:09 quick draw, just a quick pull.</p> <p>126:10 And as they were discussing how they were using</p> <p>126:11 it, I was realizing it was not a -- you know, sitting</p> <p>126:12 down with coffee and, you know, using it like you</p> <p>126:13 might see a traditional cigarette, but that they were</p> <p>126:14 taking a pull before class, taking a pull before</p> <p>126:15 practice, taking a pull before dinner.</p> <p>126:16 And so it was frequent -- frequent usage</p> <p>126:17 throughout the day for these particular individuals.</p>		
131:15 - 131:16	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.103
	<p>131:15 Q. Let me take you back to the October 15th</p> <p>131:16 board meeting that we talked about.</p>		
131:19 - 131:23	Dunlap, Scott 2021-08-11_WIT	00:00:16	DS_v12.104
	<p>131:19 One of the things that was discussed at that</p> <p>131:20 board meeting, I think you indicated, was the youth</p> <p>131:21 usage of JUUL that you were observing through various</p>		

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DESIGNATION	SOURCE	DURATION	ID
	131:22 datapoints.		
	131:23 Can you tell me about that discussion?		
131:24 - 132:05	Dunlap, Scott 2021-08-11_WIT	00:00:24	DS_v12.105
	131:24 A. There actually was not much discussion at		
	131:25 the board meeting. I believe we spent most of the		
	132:01 time putting it in the board packet to talk about, but		
	132:02 my recollection of that board meeting is it ended very		
	132:03 early with Riaz particularly frustrated about sales		
	132:04 numbers. And so I don't believe we actually got to		
	132:05 the topic of talking about it in the board meeting.		
133:21 - 134:10	Dunlap, Scott 2021-08-11_WIT	00:01:06	DS_v12.106
	133:21 Q. did you send emails that advised		
	133:22 folks internally about the concern you had from the		
	133:23 datapoints about youth usage?		
	133:24 A. Yes, I recollect sending them as they -- I		
	133:25 recall sending them, and I actually recall thinking		
	134:01 through them pretty significantly before I sent them.		
	134:02 Because I'm the new COO, I have to, you know, be		
	134:03 careful to not have the entire company jump at my, you		
	134:04 know, instinctual need.		
	134:05 So in phrasing the email, I recall saying		
	134:06 specifically I have some leading indicators that are		
	134:07 quite early, I'm not sure what this means or where		
	134:08 it's trending to, but it's always a good idea to have		
	134:09 a contingency plan because it takes a couple months to		
	134:10 put these together, let's make sure we have one.		
140:04 - 140:04	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.107
	140:04 Exhibit 29005.		
140:09 - 140:18	Dunlap, Scott 2021-08-11_WIT	00:00:26	DS_v12.108
 DUNLAP29005 .1.5	140:09 Q. Okay. This is an email that was produced		
 DUNLAP29005 .1.6	140:10 to us by JUUL Labs, and it starts with an email that		
	140:11 apparently, it looks like, you sent to Mr. Mumby on		
	140:12 June 29, 2015.		
	140:13 Do you see that?		
	140:14 A. Yes.		
	140:15 Q. And the subject of the email is JUUL and		
	140:16 the brand message.		

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DESIGNATION	SOURCE	DURATION	ID
	140:17 Do you see that?		
	140:18 A. Yes.		
140:23 - 141:05	Dunlap, Scott 2021-08-11_WIT	00:00:25	DS_v12.109
	140:23 Q. June 30th or 29th of 2015 is		
	140:24 approximately a month after JUUL launched in the		
	140:25 United States, right?		
	141:01 A. That's correct.		
 DUNLAP29005 .1.5	141:02 Q. Having read this email, do you recall it?		
	141:03 A. Yes. In fact, I suspect this was the email		
	141:04 I had in my head when I was answering your previous		
	141:05 questions.		
141:06 - 141:08	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.110
	141:06 Q. let's just work		
	141:07 through this email, and I want to ask you some		
	141:08 questions about it.		
141:11 - 141:13	Dunlap, Scott 2021-08-11_WIT	00:00:10	DS_v12.111
 DUNLAP29005 .1.7	141:11 Richard, in checking my notes from the last		
	141:12 month of weekly board calls, I am noticing a trend		
	141:13 line of questions about, are we sure the current		
141:14 - 141:19	Dunlap, Scott 2021-08-11_WIT	00:00:16	DS_v12.112
	141:14 the current brand for JUUL is the right one.		
	141:15 No action required, but I figured I would share my		
	141:16 thoughts. We can chat next time you are in the office		
	141:17 at your convenience.		
	141:18 Did I read that correctly?		
	141:19 A. That is correct.		
143:01 - 143:15	Dunlap, Scott 2021-08-11_WIT	00:00:52	DS_v12.113
	143:01 At the time, in 2015, when you were there for		
	143:02 the ten months at the company, were you having weekly		
	143:03 board calls?		
	143:04 A. If I recall correctly, we were having		
	143:05 weekly board calls from approximately May through June		
	143:06 and July, primarily because of the launch of the two		
	143:07 products, the PAX 2 product, which was in the		
	143:08 April-May time, and the JUUL product. So they were		
	143:09 very interested to see how it was coming together.		
	143:10 Q. And the "they're" you're talking about is		

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DESIGNATION	SOURCE	DURATION	ID
	143:11 the board?		
	143:12 A. Yes.		
	143:13 Q. How hands-on was Mr. Valani with the		
	143:14 operations of the company at the time that you were		
	143:15 there?		
143:17 - 143:18	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.114
	143:17 A. Relative to other boards of directors I've		
	143:18 worked with in the past, they were very hands-on.		
143:22 - 143:25	Dunlap, Scott 2021-08-11_WIT	00:00:10	DS_v12.115
	143:22 Q. Let me ask you the areas sort of that they		
	143:23 were -- when you say they, the board, was very		
	143:24 involved, did that include marketing?		
	143:25 A. Yes.		
145:13 - 145:21	Dunlap, Scott 2021-08-11_WIT	00:00:28	DS_v12.116
 DUNLAP29005 .1.8	145:13 It says, the JUUL brand has come up as a		
	145:14 discussion point at each board call this month, but		
	145:15 never a top level concern. You may recall Nick		
	145:16 saying, quote, it feels too young, or Riaz commenting		
	145:17 on how harsh the YouTube comments were at the last		
	145:18 full board meeting. The weekly calls have a similar		
	145:19 tone -- always a comment, but never a deep discussion.		
	145:20 Did I read that correctly?		
	145:21 A. That is correct.		
147:03 - 148:01	Dunlap, Scott 2021-08-11_WIT	00:01:32	DS_v12.117
 DUNLAP29005 .1.9	147:03 Q. second paragraph, it says, our		
	147:04 board members are more involved than most, and likely		
	147:05 crazier than most, given the depth of experience they		
	147:06 have in this industry. It's always good to listen,		
	147:07 but best to take it with a grain of (nicotine) salt.		
	147:08 Did I read that correctly?		
	147:09 A. Yes.		
	147:10 Q. And tell me what you mean there, our board		
	147:11 members are more involved than most.		
	147:12 A. Relative to my experience in Silicon		
	147:13 Valley, most board members don't have weekly calls.		
	147:14 Most board members don't get into the details of		
	147:15 objections or how to solve certain problems. They		

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DESIGNATION	SOURCE	DURATION	ID
	147:16 usually just give high-level advice.		
	147:17 I personally got the impression these board		
	147:18 members had been on a long journey and they are		
	147:19 finally seeing a product come to light, that is what		
	147:20 they began investing in many, many years ago. So		
	147:21 their involvement was to -- was to get this journey		
	147:22 into something that they could take to market. And I		
	147:23 think when I say, likely crazier than most, my		
	147:24 intention was very tongue in cheek, but if you ever		
	147:25 had a meeting with these individuals, you would see		
	148:01 that their energy level was quite high.		
148:04 - 148:07	Dunlap, Scott 2021-08-11_WIT	00:00:15	DS_v12.118
	148:04 Our board members are more involved than most,		
	148:05 based on your firsthand experience, as a businessman,		
	148:06 in Silicon Valley, based on interactions with board --		
	148:07 with the board as a manager, right?		
148:09 - 148:13	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.119
	148:09 A. Yeah, that's correct. In my experience --		
	148:10 I've been a board member, I've reported to a board,		
	148:11 I've been on an executive team reporting to a board,		
	148:12 so in that context -- this was a highly involved board		
	148:13 at JUUL.		
148:24 - 149:08	Dunlap, Scott 2021-08-11_WIT	00:00:35	DS_v12.120
 Clear	148:24 Q. But on this occasion, when you're meeting		
	148:25 with the board members, and you're meeting with the		
	149:01 board on weekly calls, and they are raising concerns		
	149:02 about the youthfulness of the Vaporized campaign, they		
	149:03 never instructed you or anyone else to pull it down		
	149:04 immediately, pull it off social media, pull it off the		
	149:05 billboards, pull it off Times Square, pull it off the		
	149:06 radio, they never told you to pull it down,		
	149:07 notwithstanding the concerns about the youthfulness,		
	149:08 right?		
149:10 - 149:16	Dunlap, Scott 2021-08-11_WIT	00:00:23	DS_v12.121
	149:10 A. That is correct.		
	149:11 Q. And would it be fair to say that that		
	149:12 instruction, to pull down the Vaporized campaign		
	149:13 because it might not be hitting the right target, it		
	149:14 might be hitting young people, that instruction never		

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DESIGNATION	SOURCE	DURATION	ID
	149:15 came from the board, and the campaign was not pulled		
	149:16 down before you left the company?		
149:18 - 149:18	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.122
	149:18 A. That is correct.		
154:25 - 155:02	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.123
	154:25 Q. so tell me about being		
	155:01 fired by Mr. -- or Dr. Huh. How did that come about?		
	155:02 How did you learn about it?		
155:03 - 155:15	Dunlap, Scott 2021-08-11_WIT	00:00:59	DS_v12.124
	155:03 A. Let's see. It was actually the day after		
	155:04 the October board meeting in question. I had on the		
	155:05 calendar time with Nick Pritzker set up for my first		
	155:06 90-day review as the chief operating officer.		
	155:07 Hoyoung and Nick came to the meeting, and		
	155:08 opened the meeting by saying, you asked for feedback,		
	155:09 here's some feedback, your services are no longer		
	155:10 required, today will be your last day, you will not		
	155:11 receive any compensation for your time here. I think		
	155:12 implying the stock compensation. And that they		
	155:13 indicated they were going to remove James in the CEO		
	155:14 position shortly thereafter, and would be taking what		
	155:15 they called executive control of the business.		
155:16 - 155:19	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.125
	155:16 Q. let's just focus on		
	155:17 that meeting. That was you, Nick Pritzker, and		
	155:18 Hoyoung Huh?		
	155:19 A. That's correct.		
155:20 - 155:23	Dunlap, Scott 2021-08-11_WIT	00:00:09	DS_v12.126
	155:20 Q. who was it that said that they were		
	155:21 going to take executive control of the business? Who		
	155:22 was it that said that?		
	155:23 A. Nick Pritzker.		
155:24 - 156:02	Dunlap, Scott 2021-08-11_WIT	00:00:10	DS_v12.127
	155:24 Q. he said that to you and you were there		
	155:25 and you heard it, right?		
	156:01 A. That's correct.		
	156:02 Q. And did you say anything in response?		
156:07 - 157:03	Dunlap, Scott 2021-08-11_WIT	00:01:20	DS_v12.128

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	156:07 The pace of the conversation, if I recall		DS_v12.128
	156:08 correctly, they opened by telling me that information.		
	156:09 My next -- my first question to them -- I think my		
	156:10 first statement was, you've got to be fucking kidding		
	156:11 me. And then I think they gave me a solid 20, 30		
	156:12 seconds to catch my breath. And then my next question		
	156:13 is, you know, what are your intentions for the		
	156:14 business.		
	156:15 So they previously had said your services are		
	156:16 no longer required, you will be let go effective		
	156:17 immediately, no compensation, and that was -- that was		
	156:18 pretty much the first part.		
	156:19 And then when I asked what are your intentions		
	156:20 for the business, that's when Hoyoung looked at me and		
	156:21 said, gross sales, our intention is to get sales on		
	156:22 track. And when I asked how were they going to do		
	156:23 that, expressing some concern that the sales numbers		
	156:24 were a little, you know, tricky to hit no matter how		
	156:25 they came about it, that's when Nick Pritzker		
	157:01 indicated that James would be removed from his		
	157:02 position and that they would be taking executive		
	157:03 control of the business.		
246:11 - 246:15	Dunlap, Scott 2021-08-11_WIT	00:00:14	DS_v12.129
	246:11 Q. I think that you said that by October		
	246:12 of 2015 there were some actions that were being		
	246:13 proposed that were going to be presented to the board;		
	246:14 is that right?		
	246:15 A. Yes, that's correct.		
246:16 - 246:22	Dunlap, Scott 2021-08-11_WIT	00:00:27	DS_v12.130
	246:16 Q. those actions, were they to make sure		
	246:17 that JUUL was not ending up in the hands of youth?		
	246:18 A. I think it more accurately would be		
	246:19 described as a contingency marketing plan that would		
	246:20 be more on target for our -- reaching our target		
	246:21 market and would lessen the risk of appealing to		
	246:22 youth.		
247:10 - 247:16	Dunlap, Scott 2021-08-11_WIT	00:00:24	DS_v12.131
	247:10 Q. In that discussion about what actions the		
	247:11 company might take to curb any sort of youth use of		
	247:12 JUUL, were there certain people in that discussion		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	247:13 that were encouraging more aggressive action versus		
	247:14 other people that did not want to take action versus		
	247:15 other people that wanted to take less aggressive		
	247:16 action?		
247:18 - 248:13	Dunlap, Scott 2021-08-11_WIT	00:01:17	DS_v12.132
	247:18 A. The answer is yes. To provide some		
	247:19 context, this was one of many topics in discussion		
	247:20 that all centered around not hitting sales numbers.		
	247:21 So there was also the supply chain part, can we make		
	247:22 enough product to get in the right hands. There was		
	247:23 the leakage in the pods, which we referred to as juice		
	247:24 in mouth, JIM. I saw that referred to in an earlier		
	247:25 document. And so having all of these in here, the		
	248:01 recommendations that we had, in aggregate, actually		
	248:02 were to slow down the business, to take into account		
	248:03 our marketing, to take into account our supply chain,		
	248:04 and bring down the sales forecasts.		
	248:05 So I'm mentioning all of this to say that that		
	248:06 was the context the board was really hearing and where		
	248:07 the argument happened, which was where Hoyoung and		
	248:08 Nick and Riaz were very aggressive, was sales grows at		
	248:09 all costs, you know, lean on that side of the risk		
	248:10 equation, whereas James and myself, in particular,		
	248:11 were saying we should slow down our sales projections		
	248:12 to get a handle on multiple issues and get more		
	248:13 information.		
248:14 - 248:16	Dunlap, Scott 2021-08-11_WIT	00:00:09	DS_v12.133
	248:14 Q. And, ultimately, at the end of the day, you		
	248:15 lost your job and Mr. Monsees was ousted from the CEO		
	248:16 position, correct?		
248:18 - 248:20	Dunlap, Scott 2021-08-11_WIT	00:00:11	DS_v12.134
	248:18 A. Yeah, that's correct.		
	248:19 Q. And so the more aggressive faction of that		
	248:20 debate, I would say, or would you say, won?		
248:22 - 248:23	Dunlap, Scott 2021-08-11_WIT	00:00:03	DS_v12.135
	248:22 A. Yeah, that's one way you could conclude		
	248:23 that.		
249:04 - 249:07	Dunlap, Scott 2021-08-11_WIT	00:00:19	DS_v12.136
	249:04 Q. and part of that discussion		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	249:05 where you ended up being terminated, and Mr. Monsees		
	249:06 ended up being removed from the CEO position, involved		
	249:07 taking aggressive action to curb youth sales, correct?		
249:09 - 249:14	Dunlap, Scott 2021-08-11_WIT	00:00:18	DS_v12.137
	249:09 Q. Amongst the myriad of other issues,		
	249:10 correct?		
	249:11 A. Yes, amongst the myriad of other issues,		
	249:12 one that was in there was to slow down or switch		
	249:13 campaigns or turn off campaigns in order to gather		
	249:14 information about youth appeal.		
249:15 - 249:17	Dunlap, Scott 2021-08-11_WIT	00:00:07	DS_v12.138
	249:15 Q. the Vaporized campaign, at the		
	249:16 time of that discussion, could have been turned off		
	249:17 immediately, correct?		
249:19 - 249:19	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.139
	249:19 A. Yes, that's correct.		
249:20 - 250:01	Dunlap, Scott 2021-08-11_WIT	00:00:19	DS_v12.140
	249:20 Q. And the decision was made not to turn that		
	249:21 off at that point in time, correct?		
	249:22 A. My recollection is we never actually got to		
	249:23 a decision point in the board meeting. I like to say		
	249:24 that Riaz read ahead. He flipped through and saw what		
	249:25 was there, and within two hours of the board meeting		
	250:01 said this board meeting is over.		
250:21 - 250:22	Dunlap, Scott 2021-08-11_WIT	00:00:04	DS_v12.141
	250:21 Q. Did anybody ever object to Mr. Riaz doing		
	250:22 that?		
250:24 - 250:25	Dunlap, Scott 2021-08-11_WIT	00:00:06	DS_v12.142
	250:24 Q. I mean Mr. Valani. I apologize.		
	250:25 A. No, not that I'm aware of.		
252:09 - 252:18	Dunlap, Scott 2021-08-11_WIT	00:00:34	DS_v12.143
	252:09 Q. a little bit earlier you and I talked		
	252:10 about sort of a division of who wanted to be more		
	252:11 aggressive and those who didn't want to be more		
	252:12 aggressive, and I think that you identified that		
	252:13 Mr. Pritzker and Dr. Huh wanted to be more aggressive,		
	252:14 and you and James Monsees were counseling to slow		
	252:15 down.		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	252:16 Where did Riaz Valani -- where was he in that		
	252:17 debate? Was he on the more arrestive side or was he		
	252:18 on the slow-down side?		
252:20 - 252:25	Dunlap, Scott 2021-08-11_WIT	00:00:22	DS_v12.144
	252:20 A. The aggressive side would include Riaz		
	252:21 and -- what is his sidekick's name again?		
	252:22 Q. Mr. Frankel?		
	252:23 A. Yes. As well as Tim Danaher. Tim Danaher		
	252:24 was the one vocal executive for pushing sales as hard		
	252:25 as possible.		
256:02 - 256:06	Dunlap, Scott 2021-08-11_WIT	00:00:22	DS_v12.145
	256:02 Q. Okay. So was the general attitude akin to,		
	256:03 if we don't have to do it by a regulation, then we --		
	256:04 we don't necessarily have to take on that		
	256:05 responsibility or burden? Is that sort of the general		
	256:06 attitude at the time by the board?		
256:08 - 256:16	Dunlap, Scott 2021-08-11_WIT	00:00:34	DS_v12.146
	256:08 A. Yeah, that's my impression.		
	256:09 Q. So let me give you an example, and you tell		
	256:10 me if it's an example that makes sense.		
	256:11 So if there's no regulation that says you have		
	256:12 to put a big warning on the front of your marketing		
	256:13 that says, this product contains nicotine and nicotine		
	256:14 is addicting, then if that's not required, was it sort		
	256:15 of the board's overlay that, well, maybe we don't have		
	256:16 to do that until it's required?		
256:18 - 257:03	Dunlap, Scott 2021-08-11_WIT	00:00:39	DS_v12.147
	256:18 A. I would say my recollection of those		
	256:19 discussions is their primary concern was the growth of		
	256:20 sales. So the way it would come back is, do you		
	256:21 believe that label would hinder our sales or marketing		
	256:22 efforts, and, if so, is it really something that we		
	256:23 need to do, if we're not legally required.		
	256:24 Q. Sounds to me as if you're saying that it's,		
	256:25 from the board's perspective, the idea that sales was		
	257:01 the most important thing sort of overrode every		
	257:02 decision that the board considered.		
	257:03 Is that accurate?		
257:05 - 257:05	Dunlap, Scott 2021-08-11_WIT	00:00:02	DS_v12.148

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	257:05 A. That's my recollection, yes.		DS_v12.148
258:06 - 258:09	Dunlap, Scott 2021-08-11_WIT	00:00:13	DS_v12.149
	258:06 Q. is it basically what you're saying		
	258:07 is that the overriding goal and objective of the board		
	258:08 of directors was sales, increasing sales over almost		
	258:09 anything else?		
258:11 - 258:13	Dunlap, Scott 2021-08-11_WIT	00:00:09	DS_v12.150
	258:11 A. Yes, I would -- as I've looked back, I		
	258:12 cannot come up with one conversation where that wasn't		
	258:13 the case.		
310:12 - 310:15	Dunlap, Scott 2021-08-12_WIT	00:00:19	DS_v12.151
	310:12 Q. Did you propose any sort of solution to the		
	310:13 board of directors or internally to fix the potential		
	310:14 youth vaping that you were concerned about that you		
	310:15 were seeing that would have slowed sales?		
310:16 - 310:20	Dunlap, Scott 2021-08-12_WIT	00:00:17	DS_v12.152
	310:16 A. My recollection is we had prepared an		
	310:17 alternate campaign to Vaporized and some suggestions		
	310:18 to campaigns moving forward, but I don't believe we		
	310:19 had the opportunity to present that in the board		
	310:20 meeting.		
310:21 - 311:03	Dunlap, Scott 2021-08-12_WIT	00:00:38	DS_v12.153
	310:21 Q. When you say you don't believe you		
	310:22 had the opportunity to present that in the board		
	310:23 meeting, can you explain a little bit more about that?		
	310:24 A. Yes. As previously mentioned, the October		
	310:25 board meeting, we had prepared the board deck, the		
	311:01 presentation and supporting materials, began the board		
	311:02 meeting, and, as I mentioned, Riaz read ahead, flipped		
	311:03 through the pages, and ended the board meeting early.		
311:11 - 311:14	Dunlap, Scott 2021-08-12_WIT	00:00:07	DS_v12.154
	311:11 Q. -- were you		
	311:12 surprised that it ended early?		
	311:13 A. Yes.		
	311:14 Q. Why?		
311:15 - 311:19	Dunlap, Scott 2021-08-12_WIT	00:00:19	DS_v12.155
	311:15 A. My historical relationship with the board		
	311:16 of directors would demonstrate they actually liked to		

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	311:17 get quite involved in decisions and options, and, in 311:18 general, I think that's only the second time I've ever 311:19 seen anybody abruptly end a board meeting.		
313:08 - 313:10	Dunlap, Scott 2021-08-12_WIT 313:08 Q. -- the next day you 313:09 were fired. 313:10 A. That's correct.	00:00:04	DS_v12.156
323:03 - 323:05	Dunlap, Scott 2021-08-12_WIT 323:03 Yesterday you said that the overriding sort of 323:04 motive or objective of the members of the board of 323:05 directors was to drive sales. Do you recall that?	00:00:11	DS_v12.157
323:07 - 323:11	Dunlap, Scott 2021-08-12_WIT 323:07 A. Yes. 323:08 Q. Was there conversation that it was 323:09 important to drive sales of JUUL in order to make the 323:10 company more attractive for a Big Tobacco company that 323:11 was looking to either buy or invest?	00:00:14	DS_v12.158
323:13 - 323:22	Dunlap, Scott 2021-08-12_WIT 323:13 A. My recollection of the conversation is 323:14 growing sales aggressively and showing a high growth 323:15 rate would maximize the value of our shares. 323:16 Q. And by maximizing, was there discussion 323:17 about maximizing the value of the shares by increasing 323:18 sales, and that would make the company more attractive 323:19 to a lucrative deal with a Big Tobacco company who 323:20 might be interested in buying the company or buying a 323:21 minority share of the company? Any discussion about 323:22 that?	00:00:33	DS_v12.159
323:25 - 324:05	Dunlap, Scott 2021-08-12_WIT 323:25 A. Yes, multiple discussions. The context was 324:01 more accurately described as increasing shareholder 324:02 value so that many types of investors, many options we 324:03 might have there, would be interested of which one of 324:04 them could be Big Tobacco. 324:05 Q. And just so that we're clear and the jury	00:00:26	DS_v12.160
324:06 - 324:09	Dunlap, Scott 2021-08-12_WIT 324:06 is clear -- these conversations that 324:07 you're talking about occurred all the way back in 2015 324:08 when you were employed and you were present and you	00:00:09	DS_v12.161

DS_v12 - DUNLAP, SCOTT SFUSD FINAL_PLAYED 05-01-23

DESIGNATION	SOURCE	DURATION	ID
	324:09 heard those conversations, correct?		
324:11 - 324:11	Dunlap, Scott 2021-08-12_WIT	00:00:02	DS_v12.162
	324:11 A. That is correct.		
334:16 - 334:17	Dunlap, Scott 2021-08-12_WIT	00:00:04	DS_v12.163
	334:16 MR. WEINKOWITZ: Thank you very much. I		
	334:17 have no further questions for you at this time.		

PLF AFFIRMATIVE	00:45:28
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DEF COUNTER	00:00:12
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TOTAL RUN TIME	00:45:39
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Documents linked to video:

DUNLAP29001

DUNLAP29002

DUNLAP29005

EXHIBIT 2

[Submitting Counsel on Signature Page]

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

**IN RE JUUL LABS, INC.,
MARKETING, SALES PRACTICES,
AND PRODUCTS LIABILITY
LITIGATION**

Case No. 19-md-02913-WHO

**JOINT STIPULATION IDENTIFYING
TRIAL EXHIBITS USED IN THE
VIDEOTAPED DEPOSITION OF SCOTT
DUNLAP PLAYED AT TRIAL**

This Document Relates to:

***San Francisco Unified School District v.
Juul Labs, Inc. et al., Case No. 3:19-cv-
08177***

WHEREAS, Plaintiff called Scott Dunlap, whose videotaped deposition was played to the jury.

WHEREAS, the exhibit numbers in the videotaped deposition are different from the Trial Exhibit numbers.

WHEREAS, to most efficiently clarify the record, the parties, by and through their undersigned counsel, hereby stipulate and agree that the chart below accurately reflects the deposition exhibits introduced during the videotaped testimony of Scott Dunlap and the corresponding Trial Exhibit Numbers¹:

¹ The parties reserve all objections regarding these exhibits.

**JOINT STIPULATION IDENTIFYING TRIAL
EXHIBITS USED IN VIDEOTAPED
DEPOSITION**

Respectfully submitted,

By: /s/ Beth A. Wilkinson

Beth A. Wilkinson (pro hac vice)
 Brian L. Stekloff (pro hac vice)
 James M. Rosenthal (pro hac vice)
 Matthew R. Skanchy (pro hac vice)
 Alysha Bohanon (pro hac vice)
WILKINSON STEKLOFF LLP
 2001 M Street NW, 10th Floor
 Washington, DC 20036
 Telephone: (202) 847-4000
 bwilkinson@wilkinsonstekloff.com
 bstekloff@wilkinsonstekloff.com
 jrosenthal@wilkinsonstekloff.com
 mskanchy@wilkinsonstekloff.com
 abohanon@wilkinsonstekloff.com

Moira K. Penza (pro hac vice)
WILKINSON STEKLOFF LLP
 130 West 42nd Street, 24th Floor
 New York, NY 10036
 Telephone: 212-294-8910
mpenza@wilkinsonstekloff.com

By: /s/ John C. Massaro

**ARNOLD & PORTER KAYE
 SCHOLER LLP**
 John C. Massaro (admitted pro hac vice)
 David E. Kouba (admitted pro hac vice)
 601 Massachusetts Ave., N.W.
 Washington D.C. 20001
 Telephone: (202) 942-5000
 Facsimile: (202) 942-5999
 john.massaro@arnoldporter.com
 david.kouba@arnoldporter.com

*Attorneys for Defendants ALTRIA
 GROUP, INC., PHILIP MORRIS USA
 INC., ALTRIA CLIENT SERVICES LLC,
 ALTRIA GROUP DISTRIBUTION
 COMPANY, and ALTRIA
 ENTERPRISES LLC*

By: /s/ Michael M. Weinkowitz

Michael M. Weinkowitz
LEVIN SEDRAN & BERMAN, LLP
 510 Walnut Street
 Suite 500
 Philadelphia PA 19106
 Telephone 215-592-1500
MWeinkowitz@lfsblaw.com
Plaintiff Steering Committee Member

Sarah R. London

Sarah R. London
LIEFF CABRASER HEIMANN & BERNSTEIN
 275 Battery Street, Fl. 29
 San Francisco, CA 94111
 Telephone: (415) 956-1000
slondon@lchb.com

By: /s/ Dena C. Sharp

Dena C. Sharp
GIRARD SHARP LLP
 601 California St., Suite 1400
 San Francisco, CA 94108
 Telephone: (415) 981-4800
dsharp@girardsharp.com

By: /s/ Dean Kawamoto

Dean Kawamoto
KELLER ROHRBACK L.L.P.
 1201 Third Ave., Ste. 3200
 Seattle, WA 98101
 Telephone: (206) 623-1900

By: /s/ Ellen Relkin

Ellen Relkin
WEITZ & LUXENBERG
 700 Broadway
 New York, NY 10003
 Telephone: (212) 558-5500
Co-Lead Counsel for Plaintiff